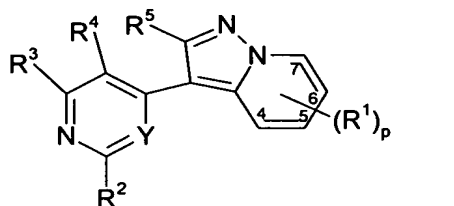


In the Claims:

Please cancel claims 23-28. Please amend claims 4-12, 14, 16-17 and 19-20 as follows.

1. (Original) A compound of formula (I):



wherein:

p is 0, 1, 2, 3 or 4;

each R¹ is the same or different and is independently selected from the group consisting of halo, alkyl, alkenyl, alkynyl, cycloalkyl, cycloalkenyl, Ay, Het, -OR⁷, -OAY, -OR¹⁰AY, -OHet, -OR¹⁰Het, -C(O)R⁹, -C(O)AY, -C(O)Het, -CO₂R⁹, -C(O)NR⁷R⁸, -C(O)NR⁷AY, -C(O)NHR¹⁰AY, -C(O)NHR¹⁰Het, -C(S)NR⁹R¹¹, -C(NH)NR⁷R⁸, -C(NH)NR⁷AY, -S(O)_nR⁹, -S(O)_nAY, -S(O)_nHet, -S(O)₂NR⁷R⁸, -S(O)₂NR⁷AY, -NR⁷R⁸, -NR⁷AY, -NHHet, -NHR¹⁰AY, -NHR¹⁰Het, -R¹⁰cycloalkyl, -R¹⁰AY, -R¹⁰Het, -R¹⁰O-C(O)R⁹, -R¹⁰O-C(O)AY, -R¹⁰O-C(O)Het, -R¹⁰O-S(O)_nR⁹, -R¹⁰OR⁹, -R¹⁰C(O)R⁹, -R¹⁰CO₂R⁹, -R¹⁰C(O)NR⁹R¹¹, -R¹⁰C(O)NR⁷AY, -R¹⁰C(O)NHR¹⁰Het, -R¹⁰C(S)NR⁹R¹¹, -R¹⁰C(NH)NR⁹R¹¹, -R¹⁰SO_nR⁹, -R¹⁰SO₂NR⁹R¹¹, -R¹⁰SO₂NHCOR⁹, -R¹⁰NR⁷R⁸, -R¹⁰NR⁷AY, -R¹⁰NHC(NH)NR⁹R¹¹, cyano, nitro and azido; or two adjacent R¹ groups together with the atoms to which they are bonded form a C₅₋₆cycloalkyl or a 5 or 6-membered heterocyclic ring containing 1 or 2 heteroatoms;

each R⁷ and R⁸ are the same or different and are independently selected from the group consisting of H, alkyl, alkenyl, cycloalkyl, cycloalkenyl, -C(O)R⁹, -CO₂R⁹, -C(O)NR⁹R¹¹, -C(S)NR⁹R¹¹, -C(NH)NR⁹R¹¹, -SO₂R¹⁰, -SO₂NR⁹R¹¹, -R¹⁰cycloalkyl, -R¹⁰OR⁹, -R¹⁰C(O)R⁹, -R¹⁰CO₂R⁹, -R¹⁰C(O)NR⁹R¹¹, -R¹⁰C(S)NR⁹R¹¹, -R¹⁰C(NH)NR⁹R¹¹,

$-R^{10}SO_2R^{10}$, $-R^{10}SO_2NR^9R^{11}$, $-R^{10}SO_2NHCOR^9$, $-R^{10}NR^9R^{11}$,
 $-R^{10}NHCOR^9$, $-R^{10}NH SO_2R^9$ and $-R^{10}NHC(NH)NR^9R^{11}$;

each R^9 and R^{11} are the same or different and are independently
 selected from the group consisting of H, alkyl, cycloalkyl,
 $-R^{10}cycloalkyl$, $-R^{10}OH$, $-R^{10}(OR^{10})_w$ where w is 1-10, and
 $-R^{10}NR^{10}R^{10}$;

each R^{10} is the same or different and is independently selected from
 the group consisting of alkyl, alkenyl, alkynyl, cycloalkyl and
 cycloalkenyl;

Ay is aryl;

Het is a 5- or 6-membered heterocyclic or heteroaryl group;

R^2 is selected from the group consisting of halo, alkyl, alkenyl, cycloalkyl,
 cycloalkenyl, Ay, Het, $-OR^7$, $-O Ay$, $-OHet$, $-OR^{10}Het$, $-S(O)_nR^9$,
 $-S(O)_nAy$, $-S(O)_nNR^7R^8$, $-S(O)_nHet$, $-NR^7R^8$, $-NHHet$, $-NHR^{10}Ay$,
 $-NHR^{10}Het$, $-R^{10}NR^7R^8$ and $-R^{10}NR^7Ay$;

n is 0, 1 or 2;

Y is N or CH;

R^3 and R^4 are the same or different and are each independently selected from
 the group consisting of H, halo, alkyl, alkenyl, cycloalkyl, Ay, Het, $-OR^7$,
 $-O Ay$, $-C(O)R^7$, $-C(O)Ay$, $-CO_2R^7$, $-CO_2Ay$, $-SO_2NHR^9$, $-NR^7R^8$, $-NR^7Ay$,
 $-NHHet$, $-NHR^{10}Het$, $-R^{10}cycloalkyl$, $-R^{10}OR^7$, $-R^{10}O Ay$, $-R^{10}NR^7R^8$ and
 $-R^{10}NR^7Ay$;

R^5 is selected from the group consisting of H, halo, alkyl, alkenyl, alkynyl,
 cycloalkyl, cycloalkenyl, $-OR^7$, $-O Ay$, $-OHet$, $-OR^{10}Ay$, $-OR^{10}Het$,
 $-C(O)R^9$, $-C(O)Ay$, $-C(O)Het$, $-CO_2R^9$, $-C(O)NR^7R^8$, $-C(O)NR^7Ay$,
 $-C(O)NHR^{10}Het$, $-CH(OR^9)_2$, $-CH(OR^9)-R^{10}$, $-CH(OR^9)-Ay$,
 $-C(S)NR^9R^{11}$, $-C(NH)NR^7R^8$, $-C(NH)NR^7Ay$, $-S(O)_nR^9$, $-S(O)_2NR^7R^8$,
 $-S(O)_2NR^7Ay$, $-NR^7R^8$, $-NR^7Ay$, $-NHHet$, $-NHR^{10}Ay$, $-NHR^{10}Het$,
 $-R^{10}cycloalkyl$, $-R^{10}Ay$, $-R^{10}Het$, $-R^{10}OR^9$, $-R^{10}C(O)R^9$, $-R^{10}C(O)Ay$,
 $-R^{10}C(O)Het$, $-R^{10}CO_2R^9$, $-R^{10}C(O)NR^9R^{11}$, $-R^{10}C(O)NR^7Ay$,
 $-R^{10}C(O)NHR^{10}Het$, $-R^{10}CH(OR^9)-R^{10}$, $-R^{10}CH(OR^9)-Ay$,
 $-R^{10}C(S)NR^9R^{11}$, $-R^{10}C(NH)NR^9R^{11}$, $-R^{10}SO_nR^9$, $-R^{10}SO_2NR^9R^{11}$,

$-R^{10}SO_2NHCOR^9$, $-R^{10}NR^7R^8$, $-R^{10}NR^7Ay$, $-R^{10}NHC(NH)NR^9R^{11}$, cyano, nitro and azido; or

wherein when Y is CH, R^3 is not $-NR^7Ay$;

or a pharmaceutically acceptable salt, solvate or physiologically functional derivative thereof.

2. (Original) The compound according to claim 1 wherein each R^1 is the same or different and is independently selected from the group consisting of halo, alkyl, cycloalkyl, Ay, Het, $-OR^7$, $-C(O)R^9$, $-C(O)Het$, $-CO_2R^9$, $-C(O)NR^7R^8$, $-C(O)NR^7Ay$, $-C(O)NHR^{10}Het$, $-S(O)_nR^9$, $-S(O)_2NR^7R^8$, $-S(O)_2NR^7Ay$, $-NR^7R^8$, $-NR^7Ay$, $-NHHet$, $-NHR^{10}Ay$, $-NHR^{10}Het$, $-R^{10}cycloalkyl$, $-R^{10}Het$, $-R^{10}OR^9$, $-R^{10}C(O)NR^7Ay$, $-R^{10}SO_2NHCOR^9$, $-R^{10}NR^7R^8$, $-R^{10}NR^7Ay$, cyano, nitro and azido.

3. (Original) The compound according to claim 1 wherein each R^1 is the same or different and is independently selected from the group consisting of halo, Ay, Het, $-NR^7R^8$ and $-NR^7Ay$.

4. (Currently Amended) The compound according to claim 1 ~~any of claims 1-3~~ wherein p is 0 or 1.

5. (Currently Amended) The compound according to claim 1 ~~any of claims 1-4~~ wherein R^2 is selected from the group consisting of halo, alkenyl, cycloalkyl, cycloalkenyl, Ay, Het, $-OR^7$, $-OAY$, $-OHet$, $-OR^{10}Het$, $-S(O)_nR^9$, $-NR^7R^8$, $-NHHet$, $-NHR^{10}Het$, $-R^{10}NR^7R^8$ and $-R^{10}NR^7Ay$.

6. (Currently Amended) The compound according to claim 1 ~~any of claims 1-4~~ wherein R^2 is $-NR^7R^8$.

7. (Currently Amended) The compound according to claim 1 ~~any of claims 1-6~~ wherein Y is N.

8. (Currently Amended) The compound according to claim 1 ~~any of claims 1-6~~ wherein Y is CH.

9. (Currently Amended) The compound according to claim 1 ~~any of claims 1-8~~ wherein R³ and R⁴ are the same or different and are each independently selected from the group consisting of H, halo, alkyl, Ay, -OR⁷, -CO₂R⁷, -NR⁷R⁸, -R¹⁰OR⁷ and -R¹⁰NR⁷R⁸.

10. (Currently Amended) The compound according to claim 1 ~~any of claims 1-9~~ wherein R³ and R⁴ are both H.

11. (Currently Amended) The compound according to claim 1 ~~any of claims 1-10~~ wherein R⁵ is selected from the group consisting of halo, alkyl, cycloalkyl, -OR⁷, -C(O)R⁹, -C(O)Ay, -C(O)Het, -CH(OR⁹)-R¹⁰, -CH(OR⁹)-Ay, -S(O)_nR⁹, -S(O)₂NR⁷R⁸, -NR⁷R⁸, -NR⁷Ay, -R¹⁰cycloalkyl, -R¹⁰Ay, -R¹⁰Het, -R¹⁰OR⁹, -R¹⁰C(O)R⁹, -R¹⁰SO₂NR⁹R¹¹ and -R¹⁰NR⁷R⁸.

12. (Currently Amended) The compound according to claim 1 ~~any of claims 1-10~~, wherein R⁵ is selected from the group consisting of alkyl, -C(O)Ay, -CH(OR⁹)-Ay, -R¹⁰cycloalkyl, -R¹⁰Ay, -R¹⁰OR⁹ and -R¹⁰NR⁷R⁸.

13. (Original) A compound selected from the group consisting of:
 3-(2-Fluoropyridin-4-yl)-2-propylpyrazolo[1,5-*a*]pyridine;
N-Cyclopentyl-4-(2-propylpyrazolo[1,5-*a*]pyridin-3-yl)pyridin-2-amine;
 7-Chloro-3-(2-fluoropyridin-4-yl)-2-propylpyrazolo[1,5-*a*]pyridine;
N-Cyclopentyl-3-[2-(cyclopentylamino)pyridin-4-yl]-2-propylpyrazolo[1,5-*a*]pyridin-7-amine;
 2-Isobutyl-3-[2-(methylthio)pyrimidin-4-yl]pyrazolo[1,5-*a*]pyridine;
 2-Isobutyl-3-[2-(methylsulfinyl)pyrimidin-4-yl]pyrazolo[1,5-*a*]pyridine;
N-Cyclopentyl-4-(2-isobutylpyrazolo[1,5-*a*]pyridin-3-yl)pyrimidin-2-amine;
N-Cyclopentyl-4-[2-isobutyl-7-(methylthio)pyrazolo[1,5-*a*]pyridin-3-yl]pyrimidin-2-amine;

N-Cyclopentyl-4-[2-isobutyl-7-(methylsulfinyl)pyrazolo[1,5-*a*]pyridin-3-yl]pyrimidin-2-amine;

N-Cyclopentyl-3-[2-(cyclopentylamino)pyrimidin-4-yl]-2-isobutylpyrazolo[1,5-*a*]pyridin-7-amine;

2-(Diethoxymethyl)-3-[2-(methylthio)pyrimidin-4-yl]pyrazolo[1,5-*a*]pyridine;

3-[2-(Methylthio)pyrimidin-4-yl]pyrazolo[1,5-*a*]pyridine-2-carbaldehyde;

{3-[2-(methylthio)pyrimidin-4-yl]pyrazolo[1,5-*a*]pyridin-2-yl}(phenyl)methanol;

{3-[2-(Cyclopentylamino)-4-pyrimidinyl]pyrazolo[1,5-*a*]pyridin-2-yl}(phenyl)methanol;

{3-[2-(Cyclopentylamino)-4-pyrimidinyl]pyrazolo[1,5-*a*]pyridin-2-yl}(phenyl)methanone;

{7-(Cyclopentylamino)-3-[2-(cyclopentylamino)-4-pyrimidinyl]pyrazolo[1,5-*a*]pyridin-2-yl}(phenyl)methanone;

4-(2-Benzylpyrazolo[1,5-*a*]pyridin-3-yl)-*N*-cyclopentyl-2-pyrimidinamine;

4-(2-Benzyl-7-chloropyrazolo[1,5-*a*]pyridin-3-yl)-*N*-cyclopentyl-2-pyrimidinamine;

N-{4-[2-Benzyl-7-(cyclopentylamino)pyrazolo[1,5-*a*]pyridin-3-yl]-2-pyrimidinyl}-*N*-cyclopentylamine;

N-Cyclopentyl-4-[2-(methoxymethyl)pyrazolo[1,5-*a*]pyridin-3-yl]-2-pyrimidinamine;

N-Cyclopentyl-4-[2-(methoxymethyl)-7-(methylsulfonyl)pyrazolo[1,5-*a*]pyridin-3-yl]-2-pyrimidinamine;

N-Cyclopentyl-3-[2-(cyclopentylamino)-4-pyrimidinyl]-2-(methoxymethyl)pyrazolo[1,5-*a*]pyridin-7-amine;

N-Cyclopentyl-3-[2-(cyclopentylamino)-4-pyrimidinyl]-2-[3-(1-pyrrolidinyl)propyl]-pyrazolo[1,5-*a*]pyridin-7-amine;

N-{[3-[2-(Methylsulfonyl)-4-pyrimidinyl]pyrazolo[1,5-*a*]pyridin-2-yl]methyl}-2-propanamine;

N-Cyclopentyl-4-{2-[(isopropylamino)methyl]pyrazolo[1,5-*a*]pyridin-3-yl}-2-pyrimidinamine;

N-Cyclopentyl-3-[2-(cyclopentylamino)-4-pyrimidinyl]-2-[(isopropylamino)methyl]-pyrazolo[1,5-*a*]pyridin-7-amine;

4-{7-Chloro-2-[3-(isopropylamino)propyl]pyrazolo[1,5-*a*]pyridin-3-yl}-*N*-cyclopentyl-2-pyrimidinamine;
N-Cyclopentyl-3-[2-(cyclopentylamino)-4-pyrimidinyl]-2-[3-(isopropylamino)propyl]-pyrazolo[1,5-*a*]pyridin-7-amine;
4-{7-Chloro-2-[(2-methoxyethoxy)methyl]pyrazolo[1,5-*a*]pyridin-3-yl}-*N*-cyclopentyl-2-pyrimidinamine;
3-[2-(Cyclopentylamino)-4-pyrimidinyl]-2-[(2-methoxyethoxy)methyl]-*N*-(2-methoxyethyl)pyrazolo[1,5-*a*]pyridin-7-amine;
N-Cyclopentyl-3-[2-(cyclopentylamino)-4-pyrimidinyl]-2-[(2-methoxyethoxy)methyl]pyrazolo[1,5-*a*]pyridin-7-amine;
N-Cyclopentyl-4-(2-isopropylpyrazolo[1,5-*a*]pyridin-3-yl)pyrimidin-2-amine;
N-Cyclopentyl-3-[2-(cyclopentylamino)pyrimidin-4-yl]-2-isopropylpyrazolo[1,5-*a*]pyridin-7-amine;
2-Cyclopropyl-3-[2-(methylthio)pyrimidin-4-yl]pyrazolo[1,5-*a*]pyridine;
N-Cyclopentyl-4-(2-cyclopropylpyrazolo[1,5-*a*]pyridin-3-yl)pyrimidin-2-amine;
and
N-Cyclopentyl-3-[2-(cyclopentylamino)pyrimidin-4-yl]-2-cyclopropylpyrazolo[1,5-*a*]pyridin-7-amine;
or a pharmaceutically acceptable salt, solvate or physiologically functional derivative thereof.

14. (Currently Amended) A pharmaceutical composition comprising a compound according to claim 1 ~~any of claims 1-13~~.

15. (Original) The pharmaceutical composition according to claim 14 further comprising a pharmaceutically acceptable carrier or diluent.

16. (Currently Amended) The pharmaceutical composition according to claim 14 ~~any of claims 14 or 15~~, further comprising an antiviral agent selected from the group consisting of aciclovir and valaciclovir or a pharmaceutically acceptable salt thereof.

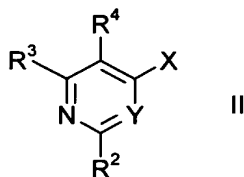
17. (Currently Amended) A method for the prophylaxis or treatment of a herpes viral infection in an animal, said method comprising administering to the animal a therapeutically effective amount of a compound according to claim 1 ~~any of claims 1-13~~.

18. (Original) The method according to claim 17 wherein said herpes viral infection is selected from the group consisting of herpes simplex virus 1, herpes simplex virus 2, cytomegalovirus, Epstein Barr virus, varicella zoster virus, human herpes virus 6, human herpes virus 7, and human herpes virus 8.

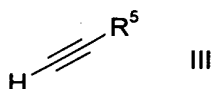
19. (Currently Amended) A method for the prophylaxis or treatment of a condition or disease associated with a herpes viral infection in an animal, comprising administering to the animal a therapeutically effective amount of a compound according to claim 1 ~~any of claims 1-13~~.

20. (Currently Amended) A process for preparing a compound according to claim 1 ~~any of claims 1-13~~ comprising the steps of:

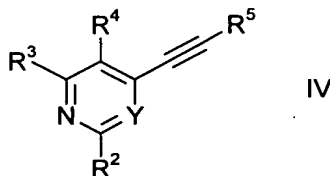
a) coupling a compound of formula (II):



wherein X is chloro, bromo, iodo or triflate;
to a terminal alkyne of formula (III):

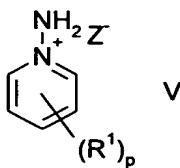


to prepare a compound of formula (IV):



and

b) reacting an *N*-amino pyridinium salt of formula (V):



wherein Z- is a counterion;

with the compound of the formula (IV) to prepare a compound of formula (I).

21. (Original) The process according to claim 20 further comprising the step of converting the compound of formula (I) to a pharmaceutically acceptable salt, solvate or physiologically functional derivative thereof.

22. (Original) The process according to claim 20 further comprising the step of converting the compound of formula (I) or a pharmaceutically acceptable salt, solvate or physiologically functional derivative thereof to another compound of formula (I) or a pharmaceutically acceptable salt, solvate or physiologically functional derivative thereof.

23-28. (Canceled)